

F95000000289

January 10, 1995

CI Corporation System  
454 Northwest Medical  
Bank Building  
Minneapolis, MN 55401  
612 333 4315  
Fax 612 333 2524

Secretary of State  
Corporate Records Bureau  
Division of Corporation  
400 East Gaines Street  
Tallahassee, Florida 32309

Re: American Express Tax and  
Business Services Inc. (MN)  
Order #: 203706

Counsel: Mary Jo Olson - Law Department  
IDS Financial Corporation  
733 Marquette Ave.  
3300 IDS Tower  
Minneapolis, MN 55402

8000001388188  
01/18/95 00000000  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Gentlemen:

As requested by counsel, we enclose for filing  
Application for Authority, together with funds in payment  
of the required fees. These documents should be filed as  
soon as possible.

Evidence of the filings should be returned to this  
office.

If you have any questions or if for any reason these  
filings cannot be effected promptly, please notify this  
office of the details by calling our toll-free number: 1-  
800-626-1773.

Very truly yours,

Georgia L. Ireland  
Customer Specialist

GLI/mg

Enclosure(s)

95/19  
95 JAN 19 AM 9:00  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

**APPLICATION BY FOREIGN CORPORATION FOR  
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. American Express Tax and Business Services Inc.  
(Name of corporation: must include the word "INCORPORATED," "COMPANY," or "CORPORATION" or words or abbreviations of like import in language, as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Minnesota  
(State or country under the law of which it is incorporated)

3. December 5, 1994 4. Perpetual  
(Date of Incorporation) (Duration)

5. 41-1795707  
(Federal Employer Identification number, if applicable)

6. January 1, 1995  
(Date first transacted business in Florida. See sections 607.1501, 607.1502, and 817.155, F.S.)

7. IDS Tower 10, Minneapolis, Minnesota 55440  
(Current mailing address)

8. Provide Tax and Accounting Services  
(Brief description of the nature of the business in which it is engaged in the state of Florida)

9. Names and street addresses of officers and or directors:

**A. Directors:**

Chairman: See attached list of directors

Address: \_\_\_\_\_  
\_\_\_\_\_

Vice Chairman: See attached list of directors

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: See attached list of directors

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 JAN 18 AM 9:00

**D. Officers:**

President: See attached list of officers

Address: \_\_\_\_\_

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

Secretary: \_\_\_\_\_

Address: \_\_\_\_\_

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

FILED  
SECRETARY OF STATE  
TAMPA  
JUN 9 1980

(If needed, you may attach an addendum to the application listing additional officers and/or directors.)

**10. Name and Street address of Florida registered agent:**

Name: C T Corporation System

Office Address: c/o C T Corporation System, 1200 South Pine Island Road  
Plantation, Florida 33324

Zip Code

**11. Registered agent's acceptance:**

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Registered agent's signature: \_\_\_\_\_

C T Corporation System

Susan F. Wanner (Officer)  
Asst Sec

(Typed Name and Title of Officer)

12. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

13. Sarah M. McKenzie  
(Signature of Chairman, Vice Chairman, or any officer listed in number 9 of the application)

14. Sarah M. McKenzie, Vice President

(Name and capacity of person signing application)

**American Express Tax and Business Services Inc.**

Directors		
Name	Title	Business Address
Robert C. Basten	Director	IDS Tower 10 Minneapolis, MN 55440
Mark A. Ernst	Director	IDS Tower 10 Minneapolis, MN 55440
Louis C. Fornetti	Director	IDS Tower 10 Minneapolis, MN 55440
James A. Mitchell	Director	IDS Tower 10 Minneapolis, MN 55440
Officers		
Name	Title	Business Address
Mark A. Ernst	Chairman of the Board	IDS Tower 10 Minneapolis, MN 55440
Robert C. Basten	President and Chief Executive Officer	IDS Tower 10 Minneapolis, MN 55440
Nyla F. Andruss	Vice President and Chief Financial Officer	IDS Tower 10 Minneapolis, MN 55440
August Aquila	Vice President - Field Management	IDS Tower 10 Minneapolis, MN 55440
Morris Goodwin Jr.	Vice President and Treasurer	IDS Tower 10 Minneapolis, MN 55440
Sarah M. McKenzie	Vice President - Firm Development and Government Affairs	IDS Tower 10 Minneapolis, MN 55440
Jeffrey W. Yabuki	Vice President - Field Management	IDS Tower 10 Minneapolis, MN 55440
Colleen Curran	Secretary	IDS Tower 10 Minneapolis, MN 55440

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 JAN 19 AM 9:00

State of Minnesota

**SECRETARY OF STATE**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 JAN 19 AM 9:00

Certificate of Good Standing

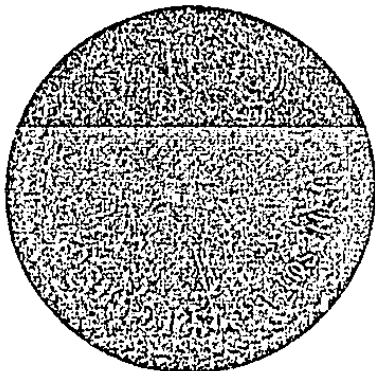
I, Joan Anderson Growe, Secretary of State of Minnesota, do certify that: The corporation listed below is a corporation formed under the laws of Minnesota; that the corporation was formed by the filing of Articles of Incorporation with the Office of the Secretary of State on the date listed below; that the corporation is governed by the chapter of Minnesota Statutes listed below; and that this corporation is authorized to do business as a corporation at the time this certificate is issued.

Name: American Express Tax and Business Services Inc.

Date Formed: 12/05/1994

Chapter Governed By: 302A

This certificate has been issued on 01/05/95.



*Joan Anderson Growe*  
Secretary of State.